

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF NEW YORK**

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:
In re: : Chapter 7
:
Honors Holdings, LLC, : Case No. 24-44875 (ESS)
:
Debtor. :
:
----- X

**STATEMENT REGARDING THE DEBTOR'S PETITION, SCHEDULES OF ASSETS
AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

On November 20, 2024 (the "Petition Date"), petitioning creditors Core2000 LLC, BOTF, LLC, and CA 531 86th Street LLC (the "Petitioning Creditors") filed an involuntary chapter 7 petition [Docket No. 1] (the "Involuntary Chapter 7 Case") against the Honors Holdings, LLC (the "Debtor") in the United States Bankruptcy Court for the Eastern District of New York (the "Court"). On February 25, 2025, the Debtors and the Petitioning Creditors filed a stipulation pursuant to which, among other things, the Debtor agreed to consent to the entry of the Order for Relief and withdraw its Motion to Dismiss [Docket No. 20]. On February 27, 2025 (the "Voluntary Chapter 7 Conversion Date"), the Court entered the Order for Relief [Docket No. 22].

On March 4, 2025 the United States Trustee appointed Lori Lapin Jones as chapter 7 trustee (the "Chapter 7 Trustee"). On March 5, 2025, the Court requested the Debtor to file a voluntary petition along with its Schedule of Assets and Liabilities (the "Schedules") and Statement of Financial Affairs (the "Statement"). The Debtor, with the assistance of its legal advisors, concurrently is filing the Petition, which is attached hereto as **Exhibit A**, the Schedules and Statement in accordance with section 521 of title of the United States Code (the "Bankruptcy Code") and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the "Rules").¹

Grant Lyon has signed the Petition, Schedules and Statements as the Independent Manager and an authorized signatory for the Debtor. In reviewing and signing the Petition, Schedule and Statement, Mr. Lyon has necessarily relied upon the efforts, statements, advice, and representations of personnel of the Debtor and the Debtor's advisors. In preparing the Petition, Schedules and Statement, the Debtor relied on financial data derived from its books and records that was available at the time of such preparation. Although the Debtor has made a reasonable effort to ensure the accuracy and completeness of the Schedules and Statement, subsequent information or discovery may result in material changes to the Schedules and Statement. As a result, inadvertent errors or omissions may exist. For the avoidance of doubt, the Debtor hereby reserves its rights to amend and supplement the Schedules and Statement as may be necessary or appropriate.

¹ Given that the Order for Relief has already been entered, the Debtor did not separately file the Petition to avoid confusion.

Notably, the Petition and the Schedules and Statement only pertain to the Debtor. In its recent history, the Debtor was a holding company for 193 subsidiaries, which are not the subject of this chapter 7 case. Accordingly, with respect to **Statement, Part 1, Question 1 – Gross Revenue from Business**, the Debtor responds “None” because it did not generate any gross revenue on an individual basis. However, on a consolidated basis, the enterprise did generate gross revenue. The consolidated financial statements will be made available to the Chapter 7 Trustee promptly (to the extent such financial statements have not already been provided to the Trustee).

Likewise, historically, the Debtor’s subsidiary, HH Accounts Payable LLC, made all payments on the Debtor’s behalf. Because HH Accounts Payable LLC is not a debtor in this case, the Debtor’s response to **Statement, Part 2, Question 3 – Payments to Certain Creditors** may not reflect all of the payments made by HH Accounts Payable, LLC. To the extent not already provided, the Debtor will provide the Chapter 7 Trustee with information related to all payments made by HH Accounts Payable, LLC both prior to and after the filing of the Involuntary Petition.

EXHIBIT A

Chapter 7 Petition

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Eastern District of NY
(State)

Case number (if known): 24-44875 (ESS) Chapter 7

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Honors Holdings, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 4 7 - 1 1 8 0 4 5 9

4. Debtor's address

Principal place of business

120 Interstate Parkway SE
Number Street

Atlanta GA 30339
City State ZIP Code

Fulton

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. Debtor's website (URL) www.honorsholdings.com

Name

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

- A. Check one:
- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above
- Holding company for fitness facility subsidiaries.
- B. Check all that apply:
- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))
- C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes> .
- ____ _

8. Under which chapter of the Bankruptcy Code is the debtor filing?

- Check one:
- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. Check all that apply:
- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☐ No
- ☒ Yes. District EDNY When 11/20/2024 Case number 24-44875 (ESS)
- MM / DD / YYYY
- District _____ When _____ Case number _____
- MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☒ No
☐ Yes. Debtor _____ Relationship _____
District _____ When _____
Case number, if known _____ MM / DD / YYYY

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number _____ Street _____
City _____ State ZIP Code _____

Is the property insured?

- ☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

Debtor Honors Holdings, LLC
Name

Case number (if known) 24-44875 (ESS)

15. Estimated assets

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input checked="" type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03 07/2025
MM / DD / YYYY

X /s/ G. Grant Lyon
Signature of authorized representative of debtor

Title Independent Manager

G. Grant Lyon
Printed name

18. Signature of attorney

X /s/ Brian S. Lennon
Signature of attorney for debtor

Date 03 07/2025
MM / DD / YYYY

Brian S. Lennon
Printed name
Willkie Farr & Gallagher LLP
Firm name
787 Seventh Avenue
Number Street
New York NY 10019
City State ZIP Code
(212) 728-8000 blennon@willkie.com
Contact phone Email address
4215083 NY
Bar number State

Debtor name Honors Holdings, LLC

United States Bankruptcy Court for the: Eastern District of NY
(State)

Case number (If known): 24-44875 (ESS)

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Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. WhiteHorse Capital Management LLC Creditor's name 1450 Brickell Ave., 31st Fl. Street Miami FL 33131 City State ZIP Code	9/25/2024 11/8/2024	\$ 70,000,000.00	<input checked="" type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
3.2. Creditor's name Street City State ZIP Code	 	\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Insider's name Street City State ZIP Code	 	\$	
Relationship to debtor			
4.2. Insider's name Street City State ZIP Code	 	\$	
Relationship to debtor			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

Creditor's name and address	Description of the property	Date	Value of property
5.1. WhiteHorse Capital Management LLC Creditor's name 1450 Brickell Ave., 31st Fl. Street MiamiFL33131 CityStateZIP Code	All assets of the Debtor, excepting equity interests in entities listed in Part 4, Q.15 in Schedule A/B	9/25/24; 11/8/24	\$ 70,000,000
5.2. Creditor's name Street CityStateZIP Code			\$

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☐ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Creditor's name Street CityStateZIP Code			\$
Last 4 digits of account number: XXXX- _ _ _ _			

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. James et al v. Honors Holdings, LLC Case number 1:2024cv03493		Georgia Northern District Court Name 75 Ted Turner Dr NW #2211 Street AtlantaGA30303 CityStateZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Honors Holdings LLC Case number 1:2024bk44875		New York Eastern Bankruptcy Court Name 271-C Cadman Plaza E #1595 Street BrooklynNY11201 CityStateZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☐ None

Custodian's name and address	Description of the property	Value
<div>Custodian's name</div> <div>Street</div> <div>CityStateZIP Code</div>	<div></div> <div>Case title</div> <div>Case number</div> <div>Date of order or assignment</div>	<div>\$</div> <div>Court name and address</div> <div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
<div>9.1. Recipient's name</div> <div>Street</div> <div>CityStateZIP Code</div> <div>Recipient's relationship to debtor</div>	<div></div> <div></div>	<div></div>	<div>\$</div>
<div>9.2. Recipient's name</div> <div>Street</div> <div>CityStateZIP Code</div> <div>Recipient's relationship to debtor</div>	<div></div> <div></div>	<div></div>	<div>\$</div>

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☐ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Date of loss	Value of property lost
<div></div>	<div>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</div> <div>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</div>	<div></div>	<div>\$</div>

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Carl Marks Advisors		5/3/2024	\$ 573,900.00
	Address		5/27/2024	
	900 Third Avenue		5/31/2024	
	Street		6/10/2024	
	33rd Floor		6/17/2024	
	New York NY 10022		6/24/2024	
	City State ZIP Code		6/30/2024	
			7/8/2024	
			7/22/2024	
	Email or website address			
	https://www.carlmarksadvisors.com/			
	Who made the payment, if not debtor?			

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2.	Krevolin & Horst, LLC		11/29/2023	\$ 79,930.40
	Address		12/8/2023	
	1201 W Peachtree Street NW		12/29/2023	
	Street		7/26/2024	
	Suite 3500		9/17/2024	
	Atlanta GA 30309		9/26/2024	
	City State ZIP Code		10/16/2024	
			11/11/2024	
	Email or website address			
	https://www.khlawfirm.com/			
	Who made the payment, if not debtor?			

cont. on next page

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☐ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
			\$ _____
Trustee			

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
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11.3.

Libby Hoopes Brooks & Mulvey, P.C.

Address

260 Franklin Street

Street

Boston

MA

02110

City

State

ZIP Code

Email or website address

https://lhbmlegal.com/

Who made the payment, if not debtor?

9/12/2024

\$ 5,000.00

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
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11.4.

Klestadt, Winters, Jureller, Southard & Stevens, LLP

Address

200 West 41st Street

Street

17th Floor

New York

NY

10036

City

State

ZIP Code

Email or website address

https://klestadt.com/

Who made the payment, if not debtor?

8/20/2024
11/12/2024
12/9/2024

\$ 6,034.39

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
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11.5.

Maynard Nexsen PC

Address

3280 Peachtree Road NE

Street

Suite 700

Atlanta

GA

30305

City

State

ZIP Code

Email or website address

https://www.maynardnexsen.com/

Who made the payment, if not debtor?

10/6/2024
11/15/2024
2/6/2025

\$ 3,040.00

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
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11.6.

Hyland Law PLLC

Address

11710 Plaza America Drive

Street

Suite 160

Reston

VA

20190

City

State

ZIP Code

Email or website address

https://hylandpllc.com/

Who made the payment, if not debtor?

11/12/2024
1/22/2025

\$ 8,000.00

Name

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.7 Willkie Farr and Gallagher LLP		5/31/2024	\$ 1,038,140.26
Address		8/8/2024	
		9/13/2024	
787 Seventh Ave		10/22/2024	
Street		11/30/2024	
		12/10/2024	
		2/2/2025	
		2/4/2025	
New York NY 10019			
City State ZIP Code			
Email or website address			
https://www.willkie.com/			
Who made the payment, if not debtor?			

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.8.			\$
Address		5/27/2024	
Street			
City State ZIP Code			
Email or website address			
Who made the payment, if not debtor?			

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.9.		-	\$
Address			
Street			
City State ZIP Code			
Email or website address			
Who made the payment, if not debtor?			

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.10			\$
Address			
Street			
City State ZIP Code			
Email or website address			

13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None

	Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1.	<div>Address</div> <div>Street</div> <div>CityStateZIP Code</div> <div>Relationship to debtor</div>			\$
13.2.	<div>Address</div> <div>Street</div> <div>CityStateZIP Code</div> <div>Relationship to debtor</div>			\$

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy
14.1.	<div>Street</div> <div>BostonMA02110</div> <div>CityStateZIP Code</div>	FromTo
14.2.	<div>Street</div> <div>17th Floor</div> <div>New YorkNY10036</div> <div>CityStateZIP Code</div>	FromTo

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1. Facility name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ Location where patient records are maintained (if different from facility address). If electronic, identify any service provider. _____ _____	_____ How are records kept? Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.2. Facility name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ Location where patient records are maintained (if different from facility address). If electronic, identify any service provider. _____ _____	_____ How are records kept? Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☐ No.
☒ Yes. State the nature of the information collected and retained. Subsidiaries in which the Debtor owns equity collect PII of members and debtor has access to that information.

Does the debtor have a privacy policy about that information?

- ☐ No
☒ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
Yes. Does the debtor serve as plan administrator?

- ☒ No. Go to Part 10.
☐ Yes. Fill in below:

Name of plan	Employer identification number of the plan
_____	EIN: ____ - ____ - ____

Has the plan been terminated?

- ☐ No
☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	<div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>	XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other_____	_____	\$ _____
18.2.	<div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>	XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other_____	_____	\$ _____

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☐ None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
<div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>	<div>_____</div> <div>_____</div>	<div>_____</div> <div>_____</div>	<input type="checkbox"/> No <input type="checkbox"/> Yes
	<div>Address</div> <div>_____</div> <div>_____</div>		

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
<div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>	<div>_____</div> <div>_____</div>	<div>_____</div> <div>_____</div>	<input type="checkbox"/> No <input type="checkbox"/> Yes
	<div>Address</div> <div>_____</div> <div>_____</div>		

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another
 List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address	Location of the property	Description of the property	Value
Name			\$ _____
Street			
City State ZIP Code			

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☒ No
☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
Case number	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
			<input type="checkbox"/> Concluded
	City State ZIP Code		

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☒ No
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
- ☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

Part 13: Details About the Debtor’s Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
<div>25.1.</div> <div>JM Acworth LLC</div> <div>Name</div> <div>4391 Acworth Dallas Rd NW</div> <div>Street</div> <div>Suite 212</div> <div>Acworth Ga 30101</div> <div>City State ZIP Code</div>	<div>Health and Wellness</div> <div></div> <div></div>	<div>EIN: - </div> <div>Dates business existed</div> <div>From 12/19/2019 To</div>
<div>25.2.</div> <div>JM Aiken LLC</div> <div>Name</div> <div>250 East Gate Dr</div> <div>Street</div> <div>suite 238</div> <div>Aiken SC 29803</div> <div>City State ZIP Code</div>	<div>Health and Wellness</div> <div></div> <div></div>	<div>EIN: - </div> <div>Dates business existed</div> <div>From 7/13/2021 To</div>
<div>25.3.</div> <div>Vaillantino LLC</div> <div>Name</div> <div>3450 Old Milton Pkwy</div> <div>Street</div> <div>Suite 210</div> <div>Alpharetta Ga 30005</div> <div>City State ZIP Code</div>	<div>Health and Wellness</div> <div></div> <div></div>	<div>EIN: - </div> <div>Dates business existed</div> <div>From 7/17/2018 To</div>

25.4	<u>JM Astor Place Fitness LLC</u> <u>51 Astor Place</u> <u>New York, NY 10003</u>	<u>Health and Wellness</u>	EIN <u>86-1417072</u> Dates business existed From _____ to _____
25.5	<u>JD Family Fitness Enterprises 1 LLC</u> <u>228 Washington St Ste b290</u> <u>Attleboro, MA 02703</u>	<u>Health and Wellness</u>	EIN <u>81-2609564</u> Dates business existed From _____ to _____
25.6	<u>JM Augusta 2 LLC</u> <u>3602 Exchange Ln Ste 1</u> <u>Augusta, GA 30909</u>	<u>Health and Wellness</u>	EIN <u>84-4729792</u> Dates business existed From _____ to _____
25.7	<u>Bish 2 Merge LLC</u> <u>10 Saint James Ave</u> <u>Boston, MA 02116</u>	<u>Health and Wellness</u>	EIN <u>86-3198668</u> Dates business existed From _____ to _____
25.8	<u>OTBY1NY LLC</u> <u>8508 3rd Ave</u> <u>Brooklyn, NY 11209</u>	<u>Health and Wellness</u>	EIN <u>82-4688061</u> Dates business existed From _____ to _____
25.9	<u>HH Bearden LLC</u> <u>122 N Forest Park Blvd</u> <u>Knoxville, TN 37919</u>	<u>Health and Wellness</u>	EIN <u>88-1501761</u> Dates business existed From _____ to _____
25.10	<u>HH Beaufort LLC</u> <u>23 Robert Smalls Pkwys</u> <u>Beaufort, SC 29906</u>	<u>Health and Wellness</u>	EIN <u>87-4253229</u> Dates business existed From _____ to _____
25.11	<u>Braintree Fitness LLC</u> <u>250 Granite St, Suite 2118</u> <u>Braintree,02184 MA</u>	<u>Health and Wellness</u>	EIN <u>82-5055653</u> Dates business existed From _____ to _____
25.12	<u>Bish One Merge LLC</u> <u>375 Market St Unit 100</u> <u>Boston, MA 02135</u>	<u>Health and Wellness</u>	EIN <u>86-3195675</u> Dates business existed From <u>12/19/2019</u> to _____

25.13	<u>G3 Fitness Group III LLC</u> <u>10295 Bristow Center Dr</u> <u>Bristow, VA 20136</u>	<u>Health and Wellness</u>	EIN <u>81-4184079</u> Dates business existed From <u>7/13/2021</u> to _____
25.14	<u>Cranberry Vision LLC</u> <u>4260 Peachtree Road NE Suite 102</u> _____	<u>Health and Wellness</u>	EIN <u>38-3942877</u> Dates business existed From <u>7/17/2018</u> to _____
25.15	<u>HH Fitness Brookland LLC</u> <u>655 Monroe St NE B3</u> <u>Washington, DC 20017</u>	<u>Health and Wellness</u>	EIN <u>87-1881952</u> Dates business existed From _____ to _____
25.16	<u>OTB2NY LLC</u> <u>485 Kings Highway</u> <u>Brooklyn, NY 11223</u>	<u>Health and Wellness</u>	EIN <u>82-4688380</u> Dates business existed From <u>04/29/2021</u> to _____
25.17	<u>Blackberry Vision LLC</u> <u>3097 Piedmont Road NE Ste A</u> <u>Atlanta, GA 30305</u>	<u>Health and Wellness</u>	EIN <u>46-3525239</u> Dates business existed From <u>7/17/2018</u> to _____
25.18	<u>JM Buford LLC</u> <u>5019 West Broad St. Ste M107 & M109</u> <u>Sugar Hill, GA 30518</u>	<u>Health and Wellness</u>	EIN <u>82-5336695</u> Dates business existed From <u>5/22/2018</u> to _____
25.19	<u>Burlington Fitness Acquisition LLC</u> <u>112 Mall Rd Suite 8</u> <u>Burlington, MA 01803</u>	<u>Health and Wellness</u>	EIN <u>84-3724107</u> Dates business existed From <u>12/2/2019</u> to _____
25.20	<u>JW Canton LLC</u> <u>3640 Marietta Highway Suite 400</u> <u>Canton, Ga 30114</u>	<u>Health and Wellness</u>	EIN <u>82-2189803</u> Dates business existed From _____ to _____
25.21	<u>HH Fitness Capitol Hill LLC</u> <u>330 7th St SE</u> <u>Washington, DC 20003</u>	<u>Health and Wellness</u>	EIN <u>87-1940370</u> Dates business existed From <u>7/13/2021</u> to _____

25.22	<u>BAMCarlyle LLC</u> <u>2381 Eisenhower Avenue</u> <u>Alexandria, VA 22314</u>	<u>Health and Wellness</u>	EIN <u>83-1496820</u> Dates business existed From <u>4/29/2021</u> to <u></u>
25.23	<u>Centennial Fitness LLC</u> <u>8431 Farm Rd Suite 160</u> <u>Las Vegas, NV 89131</u>	<u>Health and Wellness</u>	EIN <u>83-1445632</u> Dates business existed From <u>10/15/2021</u> to <u></u>
25.24	<u>CBVRG LLC</u> <u>14145 St. Germain Drive</u> <u>Centreville, VA 20121</u>	<u>Health and Wellness</u>	EIN <u>82-3604195</u> Dates business existed From <u>4/29/2021</u> to <u></u>
25.25	<u>VVDC Chamblee LLC</u> <u>5211 Peachtree Blvd Suite 200</u> <u>Chamblee, GA 30341</u>	<u>Health and Wellness</u>	EIN <u>82-4980294</u> Dates business existed From <u>7/17/2018</u> to <u></u>
25.26	<u>JM West Ashley LLC</u> <u>975 Savannah Hwy Suite 111</u> <u>Charleston, SC 29407</u>	<u>Health and Wellness</u>	EIN <u>81-3393765</u> Dates business existed From <u>7/27/2016</u> to <u></u>
25.27	<u>Rasberry Vision LLC</u> <u>4279 Roswell Road Suite 501</u> <u>Atlanta, Ga 30342</u>	<u>Heath and Wellness</u>	EIN <u>38-3923444</u> Dates business existed From <u>7/17/2018</u> to <u></u>
25.28	<u>JM Chattanooga LLC</u> <u>7407 Igou Gap Rd Suite 109</u> <u>Chattanooga, TN 37421</u>	<u>Health and Wellness</u>	EIN <u>47-2473436</u> Dates business existed From <u></u> to <u></u>
25.29	<u>JM Clemson LLC</u> <u>1390 Tiger Blvd Suite 112</u> <u>Clemson, SC 29631</u>	<u>Health and Wellness</u>	EIN <u>83-1871542</u> Dates business existed From <u></u> to <u></u>
25.30	<u>JM Cleveland LLC</u> <u>682 Paul Huff Parkway</u> <u>Cleveland, TN 37312</u>	<u>Health and Wellness</u>	EIN <u>83-3896641</u> Dates business existed From <u></u> to <u></u>

25.31	<u>Fitness Capital Ventures 2 LLC</u> <u>4 Chapel View Blvd.</u> <u>Cranston, RI 02920</u>	<u>Health and Wellness</u>	EIN <u>81-1047869</u> Dates business existed From <u>11/25/2019</u> to _____
25.32	<u>Confluence Group II LLC</u> <u>3000 Windy Hill Road SE Suite 156</u> <u>Marietta, Ga 30067</u>	<u>Health and Wellness</u>	EIN <u>47-1795684</u> Dates business existed From <u>4/27/2021</u> to _____
25.33	<u>HH Fitness Danvers LLC</u> <u>35 Independence Way</u> <u>Danvers, MA 01923</u>	<u>Health and Wellness</u>	EIN <u>86-3221432</u> Dates business existed From <u>4/28/2021</u> to _____
25.34	<u>JM Downtown Columbia LLC</u> <u>940 Harden St</u> <u>Columbia, SC 29205</u>	<u>Health and Wellness</u>	EIN <u>84-4667118</u> Dates business existed From _____ to _____
25.35	<u>JM Duluth LLC</u> <u>2220 Peachtree Industrial Blvd Suite B-130</u> <u>Duluth , Ga 30097</u>	<u>Health and Wellness</u>	EIN <u>46-5116160</u> Dates business existed From <u>5/22/2018</u> to _____
25.36	<u>HH Fitness Dunn Loring LLC</u> <u>2672 Avenir Place Suite D200</u> <u>Vienna, VA 22180</u>	<u>Health and Wellness</u>	EIN <u>87-1993027</u> Dates business existed From <u>9/1/2021</u> to _____
25.37	<u>VVDC Dunwoody LLC</u> <u>2480 Jett Ferry Road Suite 500</u> <u>Dunwoody , GA 30338</u>	<u>Health and Wellness</u>	EIN <u>47-4821671</u> Dates business existed From <u>7/17/2018</u> to _____
25.38	<u>Vaillantino JC LLC</u> <u>1401 Johnson Ferry Road Suite 320</u> <u>Marietta , Ga 30062</u>	<u>Health and Wellness</u>	EIN <u>90-0960220</u> Dates business existed From <u>7/17/2018</u> to _____
25.39	<u>Fitness Capital Ventures 4 LLC</u> <u>1191 Division Rd Suite 2</u> <u>East Greenwich, RI 02818</u>	<u>Health and Wellness</u>	EIN <u>83-3373023</u> Dates business existed From <u>11/25/2019</u> to _____

25.40	<u>Simple Berry LLC</u> <u>855 Emory Point Drive</u> <u>Atlanta, GA 30329</u>	<u>Health and Wellness</u>	EIN <u>46-3960482</u> Dates business existed From <u>7/17/2018</u> to _____
25.41	<u>JM Augusta LLC</u> <u>4274 Washington Rd Suite 2</u> <u>Evans, Ga 30809</u>	<u>Health and Wellness</u>	EIN <u>83-1578379</u> Dates business existed From _____ to _____
25.42	<u>HH Fitness Fairfax LLC</u> <u>9420 Main Street, Ste 13</u> <u>Fairfax , VA 22031</u>	<u>Health and Wellness</u>	EIN <u>87-2011737</u> Dates business existed From <u>9/1/2021</u> to _____
25.43	<u>HH Fitness Falls Church LLC</u> <u>510 S Washington St</u> <u>Falls Church, VA 22046</u>	<u>Health and Wellness</u>	EIN <u>87-1872145</u> Dates business existed From <u>7/13/2021</u> to _____
25.44	<u>HH Farragut LLC</u> <u>11674 Parkside Dr. #674</u> <u>Knoxville , TN 37934</u>	<u>Health and Wellness</u>	EIN <u>88-1448773</u> Dates business existed From <u>5/16/2022</u> to _____
25.45	<u>JM Florence LLC</u> <u>1901 W Palmetto St Ste 20</u> <u>Florence , SC</u>	<u>Health and Wellness</u>	EIN <u>83-4517147</u> Dates business existed From _____ to _____
25.46	<u>JM Forest Acres LLC</u> <u>4708 Forest Drive</u> <u>Columbia , SC 29206</u>	<u>Health and Wellness</u>	EIN <u>83-0694909</u> Dates business existed From <u>8/15/2018</u> to _____
25.47	<u>Bish Five LLC</u> <u>571 Worchester rd</u> <u>Framingham, MA 01701</u>	<u>Health and Wellness</u>	EIN <u>84-4027744</u> Dates business existed From _____ to _____
25.48	<u>BAMFredericksburg LLC</u> <u>10002 Southpoint Parkway Ste 102</u> <u>Fredericksburg, VA 22407</u>	<u>Health and Wellness</u>	EIN <u>84-1962879</u> Dates business existed From <u>4/29/2021</u> to _____

25.49	<u>JM Gainesville LLC</u> <u>833 Dawsonville Hwy Suite 220</u> <u>Gainesville, Ga 30501</u>	<u>Health and Wellness</u>	EIN <u>84-1746511</u> Dates business existed From _____ to _____ _____
25.50	<u>G3 Fitness Group DCII LLC</u> <u>14062 Promenade Commons St.</u> <u>Gainesville, Va 20155</u>	<u>Health and Wellness</u>	EIN <u>47-4764178</u> Dates business existed From <u>7/13/2021</u> to _____ _____
25.51	<u>JM SE Portland LLC</u> <u>888 SE 9th Ave Suite 100</u> <u>Portland, OR 97214</u>	<u>Health and Wellness</u>	EIN <u>82-2576585</u> Dates business existed From _____ to _____ _____
25.52	<u>JM Greenville LLC</u> <u>1143 Woodruff Rd Suite C</u> <u>Greenville, SC 29607</u>	<u>Health and Wellness</u>	EIN <u>81-2964119</u> Dates business existed From _____ to _____ _____
25.53	<u>JM Greenville Downtown LLC</u> <u>101 Falls Park Dr Suite 101</u> <u>Greenville, SC 29601</u>	<u>Health and Wellness</u>	EIN <u>82-2342897</u> Dates business existed From _____ to _____ _____
25.54	<u>JM Greer LLC</u> <u>870 E. Suber Rd. Suite 110</u> <u>Greer, SC 29650</u>	<u>Health and Wellness</u>	EIN <u>82-5448954</u> Dates business existed From _____ to _____ _____
25.55	<u>JM Gresham LLC</u> <u>697 NW Division St</u> <u>Gresham, OR 97030</u>	<u>Health and Wellness</u>	EIN <u>82-4016453</u> Dates business existed From _____ to _____ _____
25.56	<u>JM Sugar Hill LLC</u> <u>2463 Hamilton Mill Parkway Suite 230</u> <u>Dacula, Ga 30019</u>	<u>Health and Wellness</u>	EIN <u>82-5194375</u> Dates business existed From <u>5/22/2018</u> to _____ _____
25.57	<u>MAB Management LLC d/b/a TMA LLC</u> <u>4640 High Pointe Boulevard Suite A7</u> <u>Harrisburg, PA 17111</u>	<u>Health and Wellness</u>	EIN <u>47-4277029</u> Dates business existed From <u>4/29/2021</u> to _____ _____

25.58	<u>JM Vancouver LLC</u> <u>7902 NE 6th Ave Suite 104</u> <u>Vancouver, WA 98665</u>	<u>Health and Wellness</u>	EIN <u>81-4594597</u> Dates business existed From _____ to _____ _____
25.59	<u>Kelly O LLC</u> <u>430 William Hilton Parkway Ste G-202</u> <u>Hilton Head, SC 29926</u>	<u>Health and Wellness</u>	EIN <u>81-4281803</u> Dates business existed From <u>4/26/2021</u> to _____ _____
25.60	<u>JM Hixson LLC</u> <u>5207 Highway 153 Suite 119</u> <u>Hixson, TN 37343</u>	<u>Health and Wellness</u>	EIN <u>81-4061370</u> Dates business existed From <u>7/17/2018</u> to _____ _____
25.61	<u>Blueberry Vision Investments LLC</u> <u>857 Collier Rd Suite 15</u> <u>Atlanta, Ga 30318</u>	<u>Health and Wellness</u>	EIN <u>45-4548677</u> Dates business existed From _____ to _____ _____
25.62	<u>River5 Fitness 3 LLC</u> <u>7505 Leesburg Pike Suite M</u> <u>Falls Church, Va 22043</u>	<u>Health and Wellness</u>	EIN <u>82-3394855</u> Dates business existed From <u>9/1/2021</u> to _____ _____
25.63	<u>JM Inman Park LLC</u> <u>299 Highland Ave Suite H1 & H2</u> <u>Atlanta, Ga 30307</u>	<u>Health and Wellness</u>	EIN <u>84-2199348</u> Dates business existed From _____ to _____ _____
25.64	<u>JM Irmo Fitness LLC</u> <u>7467 St. Andrews Rd. Suite 7B</u> <u>Irmo, SC 29063</u>	<u>Health and Wellness</u>	EIN <u>83-0715975</u> Dates business existed From <u>8/15/2018</u> to _____ _____
25.65	<u>Vaillantino LS LLC</u> <u>8465 Holcomb Bridge Rd. Suite 430</u> <u>Johns Creek, Ga 30022</u>	<u>Health and Wellness</u>	EIN <u>46-3975153</u> Dates business existed From <u>7/17/2018</u> to _____ _____
25.66	<u>JM Johnson City LLC</u> <u>3211 Peoples St Ste 12</u> <u>Johnson City, TN 37604</u>	<u>Health and Wellness</u>	EIN <u>84-2140861</u> Dates business existed From _____ to _____ _____

25.67	<u>Bish Three LLC</u> <u>270 Third St</u> <u>Cambridge, MA 02142</u>	<u>Health and Wellness</u>	EIN <u>81-1384242</u> Dates business existed From <u>12/19/2019</u> to _____
25.68	<u>JM Kennesaw LLC</u> <u>2555 Prado Ln Suite 1400</u> <u>Marietta, Ga 30066</u>	<u>Health and Wellness</u>	EIN <u>47-4029820</u> Dates business existed From _____ to _____
25.69	<u>BA Management LLC</u> <u>5900 Kingstowne Center Suite 100</u> <u>Alexandria, VA</u>	<u>Health and Wellness</u>	EIN <u>81-1808858</u> Dates business existed From <u>4/29/2021</u> to _____
25.70	<u>G3 Fitness Group IV LLC</u> <u>6341 Columbia Pike Suite D</u> <u>Falls Church, VA 22041</u>	<u>Health and Wellness</u>	EIN <u>87-2386008</u> Dates business existed From <u>8/30/2021</u> to _____
25.71	<u>LVE Fitness LLC</u> <u>691 Marks St Suite D</u> <u>Henderson, NV 89014</u>	<u>Health and Wellness</u>	EIN <u>83-1452935</u> Dates business existed From <u>10/15/2021</u> to _____
25.72	<u>OTLV1 LLC</u> <u>10271 South Eastern Avenue Suite 103</u> <u>Henderson, NV 89052</u>	<u>Health and Wellness</u>	EIN <u>83-1927923</u> Dates business existed From <u>4/26/2021</u> to _____
25.73	<u>BOTK1 LLC</u> <u>565 Wakarusa Drive Suite C</u> <u>Lawrence, KS 66049</u>	<u>Health and Wellness</u>	EIN <u>83-1851576</u> Dates business existed From <u>4/29/2021</u> to _____
25.74	<u>JM Lex LLC</u> <u>5230 Sunset Blvd, Suite D</u> <u>Lexington, SC 29072</u>	<u>Health and Wellness</u>	EIN <u>83-0715811</u> Dates business existed From <u>8/15/2018</u> to _____
25.75	<u>JM Hasslo LLC</u> <u>1107 NE 9th Ave</u> <u>Portland, OR 97232</u>	<u>Health and Wellness</u>	EIN <u>47-5486695</u> Dates business existed From <u>6/26/2015</u> to _____

25.76	<u>JM Mableton LLC</u> <u>1025 Veterans Memorial Hwy SE Suite 630</u> <u>Mableton, GA 30126</u>	<u>Health and Wellness</u>	EIN <u>87-0907065</u> Dates business existed From _____ to _____ _____
25.77	<u>JCM Macon LLC</u> <u>4357 Forsyth Road Suite 250</u> <u>Macon, GA 31210</u>	<u>Health and Wellness</u>	EIN <u>82-3693075</u> Dates business existed From <u>4/27/2021</u> to _____ _____
25.78	<u>JM Marietta LLC</u> <u>1750 Powder Springs Rd SW Suite 270</u> <u>Marietta, GA 30064</u>	<u>Health and Wellness</u>	EIN <u>81-4403975</u> Dates business existed From _____ to _____ _____
25.79	<u>Fitness Capital Ventures LLC</u> <u>40 Boston Post Rd. West</u> <u>Marlborough, MA 01752</u>	<u>Health and Wellness</u>	EIN <u>47-4302676</u> Dates business existed From <u>11/25/2019</u> to _____ _____
25.80	<u>JCM McDonough LLC</u> <u>1663 Highway 20 West</u> <u>McDonough, GA 30253</u>	<u>Health and Wellness</u>	EIN <u>82-3699112</u> Dates business existed From <u>4/27/2021</u> to _____ _____
25.81	<u>G3 Fitness Group DCI LLC</u> <u>6623 Old Dominion Dr</u> <u>McLean, VA 22101</u>	<u>Health and Wellness</u>	EIN <u>47-4654326</u> Dates business existed From <u>7/13/2021</u> to _____ _____
25.82	<u>MAB3 Management</u> <u>6416 Carlisle Pike</u> <u>Mechanicsburg, PA 17050</u>	<u>Health and Wellness</u>	EIN <u>82-4070775</u> Dates business existed From _____ to _____ _____
25.82	<u>Strawberry Vision LLC</u> <u>933 Peachtree St NE Suite 939A</u> <u>Atlanta, Ga 30309</u>	<u>Health and Wellness</u>	EIN <u>46-3573362</u> Dates business existed From <u>7/17/2018</u> to _____ _____
25.83	<u>VVDC Milton LLC</u> <u>12635 Crabapple Rd</u> <u>Milton, GA 30004</u>	<u>Health and Wellness</u>	EIN <u>81-2663695</u> Dates business existed From <u>7/17/2018</u> to _____ _____

25.84	<u>HH Mount Juliet LLC</u> <u>11199 Lebanon Rd.</u> <u>Mt. Juliet, TN 37122</u>	<u>Health and Wellness</u>	EIN <u>88-1529686</u> Dates business existed From <u>5/16/2022</u> to _____
25.85	<u>Mountains Edge Fitness LLC</u> <u>8085 Blue Diamond Rd Suite 108</u> <u>Las Vegas, NV 89178</u>	<u>Health and Wellness</u>	EIN <u>83-1461956</u> Dates business existed From <u>10/15/2021</u> to _____
25.86	<u>JM Mt Pleasant LLC</u> <u>695 Johnnie Dodds Blvd Suite 102</u> <u>Mt. Pleasant, SC 29464</u>	<u>Health and Wellness</u>	EIN <u>81-2957470</u> Dates business existed From _____ to _____
25.87	<u>HH Mt. Vernon LLC</u> <u>7694 Richmond Hwy</u> <u>Alexandria, VA 22306</u>	<u>Health and Wellness</u>	EIN <u>86-3556837</u> Dates business existed From _____ to _____
25.88	<u>JM Myrtle Beach LLC</u> <u>7753 N Kings Hwy</u> <u>Myrtle Beach, SC 29572</u>	<u>Health and Wellness</u>	EIN <u>82-4409777</u> Dates business existed From _____ to _____
25.89	<u>QIG Fitness Natick LLC</u> <u>21 Main St.</u> <u>Natick, MA 01760</u>	<u>Health and Wellness</u>	EIN <u>37-1767315</u> Dates business existed From _____ to _____
25.90	<u>JM NE Columbia LLC</u> <u>10296 Two Notch Rd Suite 2</u> <u>Columbia, SC 29229</u>	<u>Health and Wellness</u>	EIN <u>83-0694223</u> Dates business existed From <u>8/15/2018</u> to _____
25.91	<u>JM Special Venue LLC</u> <u>1 Southwest Bowerman Dr</u> <u>Beaverton, OR 97005</u>	<u>Health and Wellness</u>	EIN <u>82-2350400</u> Dates business existed From _____ to _____
25.92	<u>JM Norcross LLC</u> <u>5270 Peachtree Pkwy Suite 105</u> <u>Peachtree Corners, GA 30092</u>	<u>Health and Wellness</u>	EIN <u>82-5179554</u> Dates business existed From <u>5/22/2018</u> to _____

25.93	<u>Interval Zone Fitness LLC</u> <u>554 Turnpike Street</u> <u>North Andover, MA 01845</u>	<u>Health and Wellness</u>	EIN <u>81-3239530</u> Dates business existed From <u>7/1/2021</u> to _____
25.94	<u>OTLV3 LLC</u> <u>740 W Dorrell Ln Suite 170-180</u> <u>North Las Vegas, NV 89147</u>	<u>Health and Wellness</u>	EIN <u>83-1942905</u> Dates business existed From _____ to _____
25.95	<u>JM North Mt Pleasant LLC</u> <u>1137 Oakland Market Rd</u> <u>Mt. Pleasant, SC 29466</u>	<u>Health and Wellness</u>	EIN <u>82-4016393</u> Dates business existed From _____ to _____
25.96	<u>HH Fitness North Reading LLC</u> <u>265 Main Street</u> <u>North Reading, MA 01864</u>	<u>Health and Wellness</u>	EIN <u>86-3246472</u> Dates business existed From <u>4/28/2021</u> to _____
25.97	<u>VVDC Northlake LLC</u> <u>2152 Henderson Mill Rd Suite 8A</u> <u>Atlanta, GA 30341</u>	<u>Health and Wellness</u>	EIN <u>82-4019546</u> Dates business existed From <u>7/17/2018</u> to _____
25.98	<u>JM Northshore LLC</u> <u>300 Cherokee Blvd Suite 145</u> <u>Chattanooga, TN 37405</u>	<u>Health and Wellness</u>	EIN <u>81-2574414</u> Dates business existed From <u>11/1/2021</u> to _____
25.99	<u>HH NW Reno LLC</u> <u>1575 Robb Dr Ste 1</u> <u>Reno, NV 89523</u>	<u>Health and Wellness</u>	EIN <u>87-3241057</u> Dates business existed From _____ to _____
25.100	<u>BAA Management LLC</u> <u>1101 King Street Suite 110A</u> <u>Alexandria, VA 22314</u>	<u>Health and Wellness</u>	EIN <u>47-3282424</u> Dates business existed From <u>4/29/2021</u> to _____
25.101	<u>HH Fitness Oregon City LLC</u> <u>395 Beaver Creek Rd</u> <u>Oregon City, OR 97045</u>	<u>Health and Wellness</u>	EIN <u>87-1255820</u> Dates business existed From <u>7/15/2021</u> to _____

25.102	<u>HH Oxford LLC</u> <u>1801 Jackson Ave W D115</u> <u>Oxford, MS 38655</u>	<u>Health and Wellness</u>	EIN <u>88-1467318</u> Dates business existed From <u>5/16/2022</u> to _____
25.103	<u>JM Pearl District LLC</u> <u>1010 NW Everett St ste 127</u> <u>Portland, OR 97209</u>	<u>Health and Wellness</u>	EIN <u>84-3339353</u> Dates business existed From _____ to _____
25.104	<u>JM Lexington LLC</u> <u>715 Lexington Ave</u> <u>New York, NY 10022</u>	<u>Health and Wellness</u>	EIN <u>86-1378963</u> Dates business existed From <u>4/13/2021</u> to _____
25.105	<u>VVDC Pooler LLC</u> <u>201 Blue Moon Crossing Suite 3&4</u> <u>Pooler, GA 31322</u>	<u>Health and Wellness</u>	EIN <u>82-2188171</u> Dates business existed From <u>7/17/2018</u> to _____
25.106	<u>BBAB Management LLC</u> <u>650 Potomac Ave</u> <u>Alexandria, VA 22301</u>	<u>Health and Wellness</u>	EIN <u>81-1818423</u> Dates business existed From <u>4/29/2021</u> to _____
25.107	<u>Fitness Capital Ventures 3 LLC</u> <u>563 North Main St.</u> <u>Providence, RI 02901</u>	<u>Health and Wellness</u>	EIN <u>81-1990716</u> Dates business existed From <u>11/25/2019</u> to _____
25.108	<u>JM Rome Fitness LLC</u> <u>1431 Turner McCall Blvd SE</u> <u>Rome, GA 30161</u>	<u>Health and Wellness</u>	EIN <u>84-4753482</u> Dates business existed From _____ to _____
25.109	<u>HH Fitness Salem LLC</u> <u>4405 Commercial St SE Suite V</u> <u>Salem, OR 97302</u>	<u>Health and Wellness</u>	EIN <u>87-1287989</u> Dates business existed From <u>7/15/2021</u> to _____
25.110	<u>VVDC Sandy Plains LLC</u> <u>2960 Shallowford Rd Suite 103</u> <u>Marietta, GA 30066</u>	<u>Health and Wellness</u>	EIN <u>81-5395424</u> Dates business existed From <u>7/17/2018</u> to _____

25.111	<u>Confluence Group LLC</u> <u>5975 Roswell Road Suite A113</u> <u>Atlanta, GA 30328</u>	<u>Health and Wellness</u>	EIN <u>46-2032638</u> Dates business existed From <u>4/27/2021</u> to _____
25.112	<u>Simple Ventures 2 LLC</u> <u>749 Broadway Route 1 South</u> <u>Saugus, MA 01906</u>	<u>Health and Wellness</u>	EIN <u>81-4888639</u> Dates business existed From <u>12/2/2019</u> to _____
25.113	<u>VVDC Savannah LLC</u> <u>1800 E Victory Dr Suite 2</u> <u>Savannah, GA 31404</u>	<u>Health and Wellness</u>	EIN <u>81-2366288</u> Dates business existed From <u>7/17/2018</u> to _____
25.114	<u>JM SE Powell LLC</u> <u>3602 SE Powell Blvd Suite 2</u> <u>Portland , OR 97202</u>	<u>Health and Wellness</u>	EIN <u>84-3281387</u> Dates business existed From _____ to _____
25.115	<u>HH Fitness Seven Corners LLC</u> <u>6410 Arlington Blvd</u> <u>Falls Church, VA 22042</u>	<u>Health and Wellness</u>	EIN <u>87-1889127</u> Dates business existed From <u>7/13/2021</u> to _____
25.116	<u>JM Simpsonville LLC</u> <u>655 Fairview Rd Ste C-2</u> <u>Simpsonville, SC 29680</u>	<u>Health and Wellness</u>	EIN <u>84-3585620</u> Dates business existed From _____ to _____
25.117	<u>JM NW 23rd LLC</u> <u>2195 NW Raleigh St</u> <u>Portland, OR</u>	<u>Health and Wellness</u>	EIN <u>81-5178497</u> Dates business existed From <u>6/26/2015</u> to _____
25.118	<u>JK Fit LLC</u> <u>4495 West Village Way SE</u> <u>Smyrna, GA 30080</u>	<u>Health and Wellness</u>	EIN <u>81-1653807</u> Dates business existed From <u>4/27/2021</u> to _____
25.119	<u>JM Soho LLC</u> <u>62 Crosby St</u> <u>New York, NY 10012</u>	<u>Health and Wellness</u>	EIN <u>86-1304144</u> Dates business existed From <u>4/13/2021</u> to _____

25.120	<u>Somerville Fitness Acquisition LLC</u> <u>383 Revolution Dr. Suite 1135</u> <u>Somerville, MA 02145</u>	<u>Health and Wellness</u>	EIN <u>84-3710667</u> Dates business existed From _____ to _____ _____
25.121	<u>JM Fitness South Buckhead LLC</u> <u>2255 Peachtree Rd NE Suite J</u> <u>Atlanta, GA 30309</u>	<u>Health and Wellness</u>	EIN <u>84-2222334</u> Dates business existed From _____ to _____ _____
25.122	<u>HH South Reno LLC</u> <u>8056 South Virginia St Suite 1</u> <u>Reno, NV 89511</u>	<u>Health and Wellness</u>	EIN <u>87-3227963</u> Dates business existed From <u>11/1/2021</u> to _____ _____
25.123	<u>JM Waterfront LLC</u> <u>3642 SW River Pkwy Unit 200</u> <u>Portland, OR 97239</u>	<u>Health and Wellness</u>	EIN <u>81-2355288</u> Dates business existed From <u>6/26/2015</u> to _____ _____
25.124	<u>HH Sparks LLC</u> <u>Pioneer Meadors Market PAD E</u> <u>Sparks, NV 89436</u>	<u>Health and Wellness</u>	EIN <u>87-3241410</u> Dates business existed From <u>11/1/2021</u> to _____ _____
25.125	<u>JM Spartanburg Fitness LLC</u> <u>1915 E Main St Unit 200</u> <u>Spartanburg, SC 29307</u>	<u>Health and Wellness</u>	EIN <u>82-4644892</u> Dates business existed From _____ to _____ _____
25.126	<u>OTLV2 LLC</u> <u>5990 South Rainbow Boulevard Suite 200</u> <u>Las Vegas, NV 89118</u>	<u>Health and Wellness</u>	EIN <u>83-1942561</u> Dates business existed From <u>4/26/2021</u> to _____ _____
25.127	<u>BAMStafford LLC</u> <u>308 Worth Avenue Suite 115</u> <u>Stafford, BA 22556</u>	<u>Health and Wellness</u>	EIN <u>84-1962705</u> Dates business existed From <u>4/29/2021</u> to _____ _____
25.128	<u>HH Fitness Statesboro LLC</u> <u>135-137 Tormenta Way</u> <u>Statesboro, GA 30458</u>	<u>Health and Wellness</u>	EIN <u>87-4462591</u> Dates business existed From _____ to _____ _____

25.129	<u>MAB2 Management LLC</u> <u>106 South Atherton Street</u> <u>State College, PA 16801</u>	<u>Health and Wellness</u>	EIN <u>82-1834819</u> Dates business existed From <u>4/29/2021</u> to _____
25.130	<u>JM Summerville LLC</u> <u>1101 N Main St Suite 302</u> <u>Summerville, SC 29483</u>	<u>Health and Wellness</u>	EIN <u>81-3386185</u> Dates business existed From <u>7/27/2016</u> to _____
25.131	<u>HH Fitness Thomas Circle LLC</u> <u>1101 14th St NW</u> <u>Washington, DC 20005</u>	<u>Health and Wellness</u>	EIN <u>87-1889464</u> Dates business existed From <u>7/13/2021</u> to _____
25.132	<u>G3 Fitness Group VI LLC</u> <u>320 Florida Ave NE</u> <u>Washington, DC 20002</u>	<u>Health and Wellness</u>	EIN <u>83-1284993</u> Dates business existed From <u>7/13/2021</u> to _____
25.133	<u>JM Valdosta LLC</u> <u>3268 Inner Perimeter Rd Suoie B</u> <u>Valdosta, GA 31602</u>	<u>Health and Wellness</u>	EIN <u>84-1785954</u> Dates business existed From _____ to _____
25.134	<u>JM Vancouver Waterfront LLC</u> <u>741 W Columbia Way</u> <u>Vancouver, WA 98660</u>	<u>Health and Wellness</u>	EIN <u>84-3269973</u> Dates business existed From _____ to _____
25.135	<u>JM Vinings LLC</u> <u>4300 Paces Ferry Rd SE Suite 464</u> <u>Atlanta, GA 30339</u>	<u>Health and Wellness</u>	EIN <u>83-1593868</u> Dates business existed From _____ to _____
25.136	<u>QIG Fitness Waltham LLC</u> <u>500 Totten Pond Rd.</u> <u>Waltham, MA 02451</u>	<u>Health and Wellness</u>	EIN <u>35-2557912</u> Dates business existed From <u>12/2/2019</u> to _____
25.137	<u>VVDC Webb Gin LLC</u> <u>1250 Scenic Hwy Suite 1264</u> <u>Lawrenceville, GA 30045</u>	<u>Health and Wellness</u>	EIN <u>82-4042406</u> Dates business existed From <u>7/17/2018</u> to _____

25.138	<u>JM West Beaverton LLC</u> <u>3905 SW 117th Ave Suite H</u> <u>Beaverton, OR 97005</u>	<u>Health and Wellness</u>	EIN <u>82-5244039</u> Dates business existed From <u>5/22/2018</u> to _____
25.139	<u>JM West Cobb LLC</u> <u>3600 Dallas Hwy Suite 100</u> <u>Marietta, GA 30064</u>	<u>Health and Wellness</u>	EIN <u>46-5130320</u> Dates business existed From _____ to _____
25.140	<u>LV Fitness Flamingo</u> <u>4245 South Grand Canyon Drive Unit 109</u> <u>Las Vegas, NV 89147</u>	<u>Health and Wellness</u>	EIN <u>84-3945088</u> Dates business existed From <u>4/26/2021</u> to _____
25.141	<u>HH Fitness West Linn LLC</u> <u>19151 Williamette Dr</u> <u>West Linn, OR 97068</u>	<u>Health and Wellness</u>	EIN <u>87-1255524</u> Dates business existed From <u>7/15/2021</u> to _____
25.142	<u>JM West Midtown LLC</u> <u>980 Howell Mill Road Ste 2</u> <u>Atlanta, GA 30318</u>	<u>Health and Wellness</u>	EIN <u>86-3421913</u> Dates business existed From _____ to _____
25.143	<u>LV Fitness Summerlin LLC</u> <u>9326 West Sahara Avenue Suite 4</u> <u>Las Vegas, NV 89117</u>	<u>Health and Wellness</u>	EIN <u>84-3945181</u> Dates business existed From <u>4/26/2021</u> to _____
25.144	<u>BAMWestSpringfield LLC</u> <u>7271 Commerce Street</u> <u>Springfield, VA 22150</u>	<u>Health and Wellness</u>	EIN <u>83-1862219</u> Dates business existed From <u>4/29/2021</u> to _____
25.145	<u>Simple Ventures LLC</u> <u>160 Littleton Rd.</u> <u>Westford, MA 01886</u>	<u>Health and Wellness</u>	EIN <u>81-3203888</u> Dates business existed From <u>12/2/2019</u> to _____
25.146	<u>JM Wilsonville LLC</u> <u>29756 Town Center Loop W Suite 7L</u> <u>Wilsonville , OR 97070</u>	<u>Health and Wellness</u>	EIN <u>82-5244482</u> Dates business existed From <u>5/22/2018</u> to _____

25.147	<u>JM Woodstock LLC</u> <u>200 Parkbrooke Dr Suite 140</u> <u>Woodstock, GA 30189</u>	<u>Health and Wellness</u>	EIN <u>47-2312197</u> Dates business existed From _____ to _____ _____ _____
25.148	<u>HH Anderson LLC</u> <u>1607 E Greenville St</u> <u>Anderson, DC 29621</u>	<u>Health and Wellness</u>	EIN <u>88-2912128</u> Dates business existed From _____ to _____ _____ _____
25.149	<u>JM Special Venue LLC</u> _____ _____	<u>Health and Wellness</u>	EIN _____ Dates business existed From _____ to _____ _____ _____
25.150	<u>BISH ONE, LLC</u> _____ _____	<u>Health and Wellness</u>	EIN _____ Dates business existed From _____ to _____ _____ _____
25.151	<u>BISH 2, LLC</u> _____ _____	<u>Health and Wellness</u>	EIN _____ Dates business existed From _____ to _____ _____ _____
25.152	<u>BISH 2 MERGE, LLC</u> _____ _____	<u>Health and Wellness</u>	EIN _____ Dates business existed From _____ to _____ _____ _____
25.153	<u>BURLINGTON FITNESS, LLC</u> _____ _____	<u>Health and Wellness</u>	EIN _____ Dates business existed From _____ to _____ _____ _____
25.154	<u>JM MARIETTA HOLDINGS, LLC</u> _____ _____	<u>Health and Wellness</u>	EIN _____ Dates business existed From _____ to _____ _____ _____
25.155	<u>Interval Zone Fitness, LLC</u> _____ _____	<u>Health and Wellness</u>	EIN _____ Dates business existed From _____ to _____ _____ _____

25.156	<u>3 Kings Holdings, LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u>81-4209822</u> Dates business existed From <u></u> to <u></u>
25.157	<u>JM Arnold Creek, LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u>32-0478613</u> Dates business existed From <u></u> to <u></u>
25.158	<u>OTB1NY, LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u>824688061</u> Dates business existed From <u></u> to <u></u>
25.159	<u>HH Beaufort LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u>87-4253229</u> Dates business existed From <u></u> to <u></u>
25.160	<u>HH Fitness Carson City LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u>87-2383962</u> Dates business existed From <u></u> to <u></u>
25.161	<u>JM East Beaverton, LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u>82-5260371</u> Dates business existed From <u></u> to <u></u>
25.162	<u>HH Accounts Payable LLC</u> <u>120 Interstate N Parkway SE STE 308</u> <u>Atlanta, GA 30339</u>	<u>Health and Wellness</u>	EIN <u>93-4968728</u> Dates business existed From <u></u> to <u></u>
25.163	<u>HH Collections LLC</u> <u>120 Interstate N Parkway SE STE 308</u> <u>Atlanta, GA 30339</u>	<u>Health and Wellness</u>	EIN <u>93-4971949</u> Dates business existed From <u></u> to <u></u>
25.164	<u>HH Reserve LLC</u> <u>120 Interstate N Parkway SE STE 308</u> <u>Atlanta, GA 30339</u>	<u>Health and Wellness</u>	EIN <u>93-4972925</u> Dates business existed From <u></u> to <u></u>

25.165	<u>HH Holdco, Inc.</u> <u>120 Interstate N Parkway SE STE 308</u> <u>Atlanta, GA 30339</u>	<u>Health and Wellness</u>	EIN <u>82-3674246</u> Dates business existed From _____ to _____ _____ _____
25.166	<u>Honors Holdings Management LLC</u> <u>120 Interstate N Parkway SE STE 308</u> <u>Atlanta, GA 30339</u>	<u>Health and Wellness</u>	EIN <u>83-1515702</u> Dates business existed From _____ to _____ _____ _____
25.167	<u>HH Knoxville Northshore LLC</u> _____ _____	<u>Health and Wellness</u>	EIN <u>46-2859058</u> Dates business existed From _____ to _____ _____ _____
25.168	<u>MA-01 - Bish Venture</u> _____ _____	<u>Health and Wellness</u>	EIN <u>46-2859058</u> Dates business existed From _____ to _____ _____ _____
25.169	<u>Leo Investments , LLC</u> _____ _____	<u>Health and Wellness</u>	EIN <u>47-4293444</u> Dates business existed From _____ to _____ _____ _____
25.170	<u>Oregon Holdings</u> _____ _____		EIN <u>47-4375656</u> Dates business existed From _____ to _____ _____ _____
25.171	<u>BMA Management LLC</u> _____ _____	<u>Health and Wellness</u>	EIN <u>47-4271624</u> Dates business existed From _____ to _____ _____ _____
25.172	<u>South Carolina AR Holdings, LLC</u> _____ _____	<u>Health and Wellness</u>	EIN <u>81-2969206</u> Dates business existed From _____ to _____ _____ _____
25.173	<u>JM Smithfield LLC</u> _____ _____	<u>Health and Wellness</u>	EIN <u>88-2335907</u> Dates business existed From _____ to _____ _____ _____

25.174	<u>HH TN01-MS01 LLC</u> 	<u>Health and Wellness</u> 	EIN <u>88-1547582</u> Dates business existed From _____ to _____
25.175	<u>VVDC, LLC</u> 	<u>Health and Wellness</u> 	EIN <u>32-0478613</u> Dates business existed From _____ to _____
25.176	<u>JM Fitness Aldgate Studio Ltd</u> 	<u>Health and Wellness</u> 	EIN _____ Dates business existed From _____ to _____
25.177	<u>JM Fitness Bayswater Studio LTD</u> 	<u>Health and Wellness</u> 	EIN _____ Dates business existed From _____ to _____
25.178	<u>JM Fitness Employment Co Ltd</u> 	<u>Health and Wellness</u> 	EIN _____ Dates business existed From _____ to _____
25.179	<u>JM Fitness Enterprise Ltd</u> 	<u>Health and Wellness</u> 	EIN _____ Dates business existed From _____ to _____
25.180	<u>JM Fitness Fulham LTD</u> 	<u>Health and Wellness</u> 	EIN _____ Dates business existed From _____ to _____
25.181	<u>JM Fitness Islington Studio LTD</u> 	<u>Health and Wellness</u> 	EIN _____ Dates business existed From _____ to _____
25.182	<u>JM Fitness Studios LTD</u> 	<u>Health and Wellness</u> 	EIN _____ Dates business existed From _____ to _____

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25.201	<u>JM Fitness Bromley Ltd</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.202	<u>JM Fitness Winchester</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.203	<u>JM Fitness Shoreditch</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.204	<u>JM Fitness Victoria</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.205	<u>JM Fitness Franchise</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.206	<u>JM Fitness Enfield Franchise</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.207	<u>JM Hixon, LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.208	<u>JM Spartanburg Fitness LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>
25.209	<u>VVDC Lawrenceville, LLC</u> <u></u> <u></u>	<u>Health and Wellness</u>	EIN <u></u> Dates business existed From <u></u> to <u></u> <u></u> <u></u>

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

	Name and address	Dates of service
26a.1.	<div>Corey Parham</div> <div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>	<div>From April-2022 To Oct-2023</div>

	Name and address	Dates of service
26a.2.	<div>Sharron Ransom</div> <div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>	<div>From December 2023 To Current</div>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

	Name and address	Dates of service
26b.1.	<div>RSM US LLP</div> <div>Name</div> <div>One Atlanta Center</div> <div>Street</div> <div>1207 West Peachtree Street</div> <div>AtlantaGA30339</div> <div>CityStateZIP Code</div>	<div>From To</div>

	Name and address	Dates of service
26b.2.	<div></div> <div>Name</div> <div>Street</div> <div>CityStateZIP Code</div>	<div>From To</div>

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

	Name and address	If any books of account and records are unavailable, explain why
26c.1.	<div>RSM US LLP</div> <div>Name</div> <div>One Atlanta Center</div> <div>Street</div> <div>1207 West Peachtree Street</div> <div>AtlantaGA30339</div> <div>CityStateZIP Code</div>	<div></div> <div></div> <div></div>

Name and address**If any books of account and records are unavailable, explain why**

26c.2.

Name

Street

City

State

ZIP Code

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None**Name and address**

26d.1.

Prospect Hills Growth Partners

Name

230 3rd Ave, 6th Fl.

Street

Waltham

MA

02451

City

State

ZIP Code

Name and address

26d.2.

KSL Capital Partners

Name

100 St. Paul St #800

Street

Denver

CO

80206

City

State

ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.**Name of the person who supervised the taking of the inventory****Date of
inventory****The dollar amount and basis (cost, market, or
other basis) of each inventory**

\$ _____

Name and address of the person who has possession of inventory records

27.1.

Name

Street

City

State

ZIP Code

Name

Name and address

26d.3.

Jamie Weeks

Name

Street

City

State

ZIP Code

Name and address

26d.4.

Stacie Vaillancourt

Name

Street

City

State

ZIP Code

Name and address

26d.5.

JP Morgan Chase NA

Name

270 Park Ave

Street

New York

NY

10017

City

State

ZIP Code

Name and address

26d.6.

United Leasing, Inc.

Name

3700 E. Morgan Ave

Street

Evansville

IN

47715

City

State

ZIP Code

Name and address

26d.7.

Robert Scot James / Core2000 LLC

Name

875 Siesta Key Circle

Street

Sarasota

FL

34342

City

State

ZIP Code

Name and address

26d.8.

CA 531 86th Street LLC

Name

1412 Broadway, 3rd Fl.

Street

New York

NY

10018

City

State

ZIP Code

Name and address

26d.9.

OTF Franchisor, LLC

Name

6000 Broken Sound Parkway, Suite 200

Street

Boca Raton

FL

33487

City

State

ZIP Code

Name and address

26d.10.

BOTF, LLC

Name

21014 Cisco Lane

Street

Leesburg

VA

20175

City

State

ZIP Code

Name and address

26d.11.

Regions Bank

Name

1900 5th Ave. North

Street

Birmingham

AL

35203

City

State

ZIP Code

Name and address

26d.12.

Ascentrum Capital

Name

23970 US-59

Street

Kingwood

TX

77339

City

State

ZIP Code

Name and address

26d.13.

Citizens Bank

Name

1133 Ave of the Americas

Street

New York

NY

10036

City

State

ZIP Code

Name and address

26d.14.

WhiteHorse Capital Management LLC

Name

1450 Brickell Ave., 31st Fl.

Street

Miami

FL

33131

City

State

ZIP Code

Name and address

26d.15.

Name

Street

City

State

ZIP Code

Name and address

26d.16.

Name

Street

City

State

ZIP Code

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

\$

Name and address of the person who has possession of inventory records

27.2.

Name

Street

City

State

ZIP Code

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name

Address

Position and nature of any interest

% of interest, if any

Grant Lyon

120 Interstate N Pkwy Suite 308, Atlanta, GA 30339

Independent Manager

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☐ No

☒ Yes. Identify below.

Name

Address

Position and nature of any interest

Period during which position or interest was held

Vincent Mariani

120 Interstate N Pkwy Suite 308, Atlanta, GA 30339

Officer

From To 4/22/24

Mirko Schueppel

120 Interstate N Pkwy Suite 308, Atlanta, GA 30339

Officer

From To 4/22/24

Michael Mehr

120 Interstate N Pkwy Suite 308, Atlanta, GA 30339

Officer

From To 4/22/24

From To

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☒ No

☐ Yes. Identify below.

Name and address of recipient

Amount of money or description and value of property

Dates

Reason for providing the value

30.1.

Name

Street

City

State

ZIP Code

Relationship to debtor

Debtor Honors Holdings, LLC
Name

Case number (if known) 24-44875 (ESS)

Name and address of recipient

30.2

Name

Street

City

State

ZIP Code

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☒ No

☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

EIN: _____

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No

☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

EIN: _____

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03/07/2025
MM / DD / YYYY

 /s/ G. Grant Lyon

Signature of individual signing on behalf of the debtor

Printed name G. Grant Lyon

Position or relationship to debtor Independent Manager

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes